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10 **UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION**

12 **In re:**

13 **PG&E CORPORATION,**

14 **- and -**

15 **PACIFIC GAS AND ELECTRIC  
COMPANY,**

17 **Debtors.**

18  Affects PG&E Corporation  
19  Affects Pacific Gas and Electric Company  
 Affects both Debtors

20 \*All papers shall be filed in the Lead Case, No.  
21 19-30088 (DM).

Bankruptcy Case No. 19-30088 (DM)

Chapter 11

(Lead Case) (Jointly Administered)

**REORGANIZED DEBTORS' FIFTY-  
SECOND OMNIBUS OBJECTION TO  
CLAIMS (NO LIABILITY / PASSTHROUGH  
EGI CLAIMS)**

**Response Deadline:**  
**January 26, 2021, 4:00 p.m. (PT)**

**Hearing Information If Timely Response  
Made:**

Date: February 9, 2021  
Time: 10:00 a.m. (Pacific Time)  
Place: (Telephonic Appearances Only)  
United States Bankruptcy Court  
Courtroom 17, 16th Floor  
San Francisco, CA 94102

1 TO: (A) THE HONORABLE DENNIS MONTALI, UNITED STATES BANKRUPTCY  
2 JUDGE; (B) THE OFFICE OF THE UNITED STATES TRUSTEE; (C) THE AFFECTED  
2 CLAIMANTS; AND (D) OTHER PARTIES ENTITLED TO NOTICE:

3 PG&E Corporation (“**PG&E Corp.**”) and Pacific Gas and Electric Company (the “**Utility**”), as  
4 debtors and reorganized debtors (collectively, the “**Debtors**,” or as reorganized pursuant to the Plan (as  
5 defined below), the “**Reorganized Debtors**”) in the above-captioned chapter 11 cases (the “**Chapter 11  
Cases**”) hereby submit this Fifty-Second Omnibus Objection (the “**Objection**”) to the Proofs of Claim  
7 (as defined below) identified in the column headed “Claim/Schedule To Be Expunged” on **Exhibit 1**  
8 annexed hereto.

9 **I. JURISDICTION**

10 This Court has jurisdiction over this Objection under 28 U.S.C. §§ 157 and 1334; the *Order  
11 Referring Bankruptcy Cases and Proceedings to Bankruptcy Judges*, General Order 24 (N.D. Cal.); and  
12 Rule 5011-1(a) of the Bankruptcy Local Rules for the United States District Court for the Northern  
13 District of California (the “**Bankruptcy Local Rules**”). This matter is a core proceeding pursuant to 28  
14 U.S.C. § 157(b). Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409. The  
15 statutory predicates for the relief requested are section 502 of Title 11 of the United States Code (the  
16 “**Bankruptcy Code**”) and Rule 3007 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy  
17 Rules**”).

18 **II. BACKGROUND**

19 On January 29, 2019 (the “**Petition Date**”), the Debtors commenced with the Court voluntary  
20 cases under chapter 11 of the Bankruptcy Code. Prior to the Effective Date (as defined below), the  
21 Debtors continued to operate their businesses and manage their properties as debtors in possession  
22 pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee or examiner was appointed  
23 in either of the Chapter 11 Cases. The Chapter 11 Cases are being jointly administered for procedural  
24 purposes only pursuant to Bankruptcy Rule 1015(b).

25 Additional information regarding the circumstances leading to the commencement of the Chapter  
26 11 Cases and information regarding the Debtors’ businesses and capital structure is set forth in the  
27 *Amended Declaration of Jason P. Wells in Support of the First Day Motions and Related Relief* [Docket  
28 No. 263].

1       On July 1, 2019, the Court entered the *Order Pursuant to 11 U.S.C. §§ 502(b)(9) and 105(a),*  
2 *Fed. R. Bankr. P. 2002, 3003(c)(3), 5005, and 9007, and L.B.R. 3003-1 (I) Establishing Deadline for*  
3 *Filing Proofs of Claim, (II) Establishing the Form and Manner of Notice Thereof, and (III) Approving*  
4 *Procedures for Providing Notice of Bar Date and Other Information to All Creditors and Potential*  
5 *Creditors* [Docket No. 2806] (the “**Bar Date Order**”). The Bar Date Order set the deadline to file all  
6 proofs of claim (each, a “**Proof of Claim**”) in respect of any prepetition claim (as defined in section  
7 101(5) of the Bankruptcy Code), including all claims of Fire Claimants (as defined therein), Wildfire  
8 Subrogation Claimants (as defined therein), Governmental Units (as defined in section 101(27) of the  
9 Bankruptcy Code), and Customers, and for the avoidance of doubt, including all secured claims and  
10 priority claims, against either of the Debtors as October 21, 2019 at 5:00 p.m. Pacific Time (the “**Bar**  
11 **Date**”). The Bar Date later was extended solely with respect to unfiled, non-governmental Fire  
12 Claimants to December 31, 2019 [Docket No. 4672]<sup>1</sup>; and subsequently with respect to certain claimants  
13 that purchased or acquired the Debtors’ publicly held debt and equity securities and may have claims  
14 against the Debtors for rescission or damages to April 16, 2020 [Docket No. 5943].

15       By Order dated June 20, 2020 [Dkt. No. 8053], the Bankruptcy Court confirmed the *Debtors’*  
16 *and Shareholder Proponents’ Joint Chapter 11 Plan of Reorganization Dated June 19, 2020* (as may  
17 be further modified, amended or supplemented from time to time, and together with any exhibits or  
18 scheduled thereto, the “**Plan**”). The Effective Date of the Plan occurred on July 1, 2020 (the  
19 “**Effective Date**”). See Dkt. No. 8252.

20 **III. RELIEF REQUESTED**

21       The Reorganized Debtors file this Objection, pursuant to section 502 of the Bankruptcy Code,  
22 Bankruptcy Rule 3007, Bankruptcy Local Rule 3007-1, and the *Order Approving (A) Procedures for*  
23 *Filing Omnibus Objections to Claims and (B) the Form and Manner of the Notice of Omnibus*  
24 *Objections*, dated June 30, 2020 [Docket No. 8228] (the “**Omnibus Objections Procedures Order**”),  
25 seeking entry of an order expunging scheduled claims and Proofs of Claim for which the Reorganized  
26 Debtors are not liable (the “**No Liability / Passthrough EGI Claims**”). The No Liability / Passthrough

27 <sup>1</sup> The claims of Fire Claimants will be administered through the Fire Victim Trust and the claims of  
28 Wildfire Subrogation Claimants through the Subrogation Wildfire Trust in accordance with the Plan.

1 EGI Claims all relate to the Debtors' obligations under the Electric Generation Interconnection program  
2 ("EGI"). After reviewing their books and records and the information submitted with the Proofs of  
3 Claim, the Reorganized Debtors have determined that the No Liability / Passthrough EGI Claims either  
4 have been cured as part of executory contract assumption process under the Plan<sup>2</sup> or have yet to come  
5 due and will be paid in the ordinary course. In either case, the Reorganized Debtors do not have any  
6 current liability for the No Liability / Passthrough EGI Claims. The No Liability / Passthrough EGI  
7 Claims are identified on **Exhibit 1**, in the columns headed "Claim/Schedule To Be Expunged." The  
8 Reorganized Debtors request that the No Liability / Passthrough EGI Claims be expunged.

9 **IV. ARGUMENT**

10 **A. The No Liability / Passthrough EGI Claims Should be Expunged**

11 The Omnibus Objections Procedures Order supplemented Bankruptcy Rule 3007(d) to permit  
12 the Reorganized Debtors to file objections to more than one claim if "[t]he claims seek recovery of  
13 amounts for which the Debtors are not liable." Omnibus Objections Procedures Order, ¶2(C)(iii). The  
14 Reorganized Debtors and their professionals have reviewed each of the No Liability / Passthrough EGI  
15 Claims identified on **Exhibit 1** and have determined that each such Claim either (i) asserts a Claim  
16 arising from an executory contract that has been assumed pursuant to the Plan or (ii) relates to EGI  
17 obligations that will be paid in the ordinary course and are not currently due. If not expunged, the No  
18 Liability / Passthrough EGI Claims potentially could allow the applicable Claimants to receive  
19 recoveries to which they are not entitled. Each of the Claimants is listed alphabetically, and the claim  
20 number and amount are identified in accordance with Bankruptcy Rule 3007(e). Furthermore, in  
21 accordance with the Omnibus Objections Procedures Order, the Reorganized Debtors have sent  
22 individualized notices to the holders of each of the No Liability / Passthrough EGI Claims.

23 **B. The Claimants Bear the Burden of Proof**

24 A filed proof of claim is "deemed allowed, unless a party in interest . . . objects." 11 U.S.C.  
25 § 502(a).<sup>3</sup> Section 502(b)(1) of the Bankruptcy Code, however, provides in relevant part that a claim

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26 <sup>2</sup> The No Liability / Passthrough EGI Claims are not subject to any pending cure disputes.

27 <sup>3</sup> On November 17, 2020, the Court entered the *Order Extending Deadline for the Reorganized Debtors*  
28 *to Object to Claims* [Docket No. 9563], which extended the deadline under Section 7.1 of the Plan for  
the Reorganized Debtors to bring objections to Claims through and including June 26, 2021 (except for

1 may not be allowed if “such claim is unenforceable against the debtor and property of the debtor, under  
2 any agreement or applicable law.” 11 U.S.C. § 502(b)(1). Once the objector raises “facts tending to  
3 defeat the claim by probative force equal to that of the allegations of the proofs of claim themselves,”  
4 *Wright v. Holm (In re Holm)*, 931 F.2d 620, 623 (9th Cir. 1991), quoting 3 L. King, *Collier on*  
5 *Bankruptcy* § 502.02 at 502-22 (15th ed. 1991), then “the burden reverts to the claimant to prove the  
6 validity of the claim by a preponderance of the evidence,” *Ashford v. Consolidated Pioneer Mortgage*  
7 (*In re Consolidated Pioneer Mortgage*) 178 B.R. 222, 226 (B.A.P. 9th Cir. 1995) (quoting *In re*  
8 *Allegheny Int'l, Inc.*, 954 F.2d 167, 173-74 (3d Cir. 1992)), *aff'd without opinion* 91 F.3d 151 (9th Cir.  
9 1996). “[T]he ultimate burden of persuasion is always on the claimant.” *Holm*, 931 F.2d at 623 (quoting  
10 King, *Collier on Bankruptcy*); see also *Lundell v. Anchor Constr. Specialists, Inc.*, 223 F.3d 1035, 1039  
11 (9th Cir. 2000), *Spencer v. Pugh (In re Pugh)*, 157 B.R. 898, 901 (BAP 9th Cir. 1993); *In re Fidelity*  
12 *Holding Co.*, 837 F.2d 696, 698 (5th Cir. 1988).

13 As set forth above, the Reorganized Debtors submit that the No Liability / Passthrough EGI  
14 Claims do not represent a current right to payment and, therefore, should be expunged in their entirety.  
15 If any Claimant believes that a No Liability / Passthrough EGI Claim is valid or otherwise represents a  
16 current right to payment, it must present affirmative evidence demonstrating the validity of that Claim.

17 **V. RESERVATION OF RIGHTS**

18 The Reorganized Debtors hereby reserve the right to object, as applicable, in the future to any of  
19 the Proofs of Claim listed in this Objection on any ground, and to amend, modify, or supplement this  
20 Objection to the extent an objection to a claim is not granted, and to file other objections to any proofs  
21 of claims filed in these cases, including, without limitation, objections as to the amounts asserted therein,  
22 or any other claims (filed or not) against the Debtors, regardless of whether such claims are subject to  
23 this Objection. A separate notice and hearing will be scheduled for any such objections. Should the  
24 grounds of objection specified herein be overruled or withdrawn, wholly or in part, the Reorganized  
25 Debtors reserve the right to object to the No Liability / Passthrough EGI Claims on any other grounds  
26 that the Reorganized Debtors may discover or deem appropriate.

27 claims of the United States which deadline was extended to March 31, 2021), without prejudice to the  
28 right of the Reorganized Debtors seek further extensions thereof.

## VI. NOTICE

Notice of this Objection will be provided to (i) holders of the No Liability / Passthrough EGI Claims; (ii) the Office of the U.S. Trustee for Region 17 (Attn: Andrew R. Vara, Esq. and Timothy Laffredi, Esq.); (iii) counsel to the Creditors Committee; (iv) counsel to Tort Claimants Committee; (v) all counsel and parties receiving electronic notice through the Court's electronic case filing system; and (vi) those persons who have formally appeared in these Chapter 11 Cases and requested service pursuant to Bankruptcy Rule 2002. The Reorganized Debtors respectfully submit that no further notice is required. No previous request for the relief sought herein has been made by the Reorganized Debtors to this or any other Court.

WHEREFORE the Reorganized Debtors respectfully request entry of an order granting (i) the relief requested herein as a sound exercise of the Reorganized Debtors' business judgment and in the best interests of their estates, creditors, shareholders, and all other parties interests, and (ii) such other and further relief as the Court may deem just and appropriate.

Dated: December 23, 2020

KELLER BENVENUTTI KIM LLP

By: /s/ Dara L. Silveira  
Dara L. Silveira

*Attorneys for Debtors and Reorganized Debtors*